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**POWER OF ATTORNEY OR AUTHORIZATION OF AGENT**

Application Number	09/834,171
Filing Date	April 12, 2001
First Named Inventor	Seth I. Merrin
Title	ELECTRONIC SECURITIES MARKETPLACE HAVING, etc.
Group Art Unit	N/A
Examiner Name	Not Yet Assigned
Attorney Docket No.	LIQUID 3.0-001

I hereby appoint:

<input checked="" type="checkbox"/> Practitioners at Customer Number <input type="text"/>	Customer Number	
OR		
<input type="checkbox"/> Practitioner(s) named below:	Customer Number Bar Code	

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as my/our attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

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I am the:

<input type="checkbox"/> Applicant/Inventor.	
<input checked="" type="checkbox"/> Assignee of record of the entire interest. See 37 CFR 3.71. Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96).	

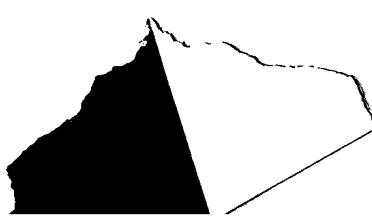
SIGNATURE of Applicant or Assignee of Record

Name	Liquidnet Holdings, Inc.
Signature	- Eric LeGoff, Chief Operating Officer
Date	2/14/2002

NOTE: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required. See below*.

 *Total of 1 forms are submitted.

I hereby certify that this correspondence is being deposited with the U.S. Postal Service with sufficient postage as First Class Mail, in an envelope addressed to: Commissioner for Patents, Washington, DC 20231, on the date shown below.

Dated: 2/28/02 Signature:
(Jeffrey S. Dickey)



STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: Liquidnet Holdings, Inc.

Application No./Patent No.: 09/834,171 Filed/Issue Date: April 12, 2001

Entitled: ELECTRONIC SECURITIES MARKETPLACE HAVING INTEGRATION WITH ORDER
MANAGEMENTSYSTEMS

Liquidnet Holdings, Inc., a corporation
(Name of Assignee) Type of Assignee, e.g., corporation, partnership, university, government
agency, etc.

states that it is:

- the assignee of the entire right, title, and interest; or
- an assignee of less than the entire right, title and interest.

The extent (by, percentage) of its ownership interest is _____ %

in the patent application/patent identified above by virtue of either:

A. [x] An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

B. [] A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: _____ To: _____
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.
2. From: _____ To: _____
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Reel _____, Frame _____, or for which a copy thereof is attached.
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[] Additional documents in the chain of title are listed on a supplemental sheet.

[x] Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

2/14/2002

Date

Eric Le Goff

Typed or printed name

E. Le Goff

Signature

Chief Operating Officer

Title

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Dated: 2/28/2002 Signature: Jeffrey S. Dickey (Jeffrey S. Dickey)



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
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NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

FENWICK & WEST LLP

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 06/25/2001

REEL/FRAME: 011927/0841

NUMBER OF PAGES: 4

BRIEF: ASSIGNMENT OF ASSIGNEE'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNEE:

MERRIN, SETH I. /

DOC DATE: 05/08/2001

ASSIGNEE:

HALLORAN, JOHN /

DOC DATE: 05/07/2001

ASSIGNEE:

KOSOFSKY, DEMIAN /

DOC DATE: 05/08/2001

ASSIGNEE:

LUPOWITZ, KEVIN /

DOC DATE: 05/08/2001

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ASSIGNEE:

LIQUIDNET HOLDINGS, INC.
498 7TH AVENUE
NEW YORK, NEW YORK 10018

SERIAL NUMBER: 09834171

FILING DATE: 04/12/2001

PATENT NUMBER:

ISSUE DATE:

011927/0841 PAGE 2

DIANE RUSSELE, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

To the Honorable Commissioner For Pat.

MAR 11 2002

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RECOR

06-28-2001



U.S. DEPARTMENT OF COMMERCE

U.S. Patent And Trademark Office

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Original documents or copy thereof:

1. Name of conveying party(ies):

Seth I. Merrin, John Halloran,
Demian Kosofsky, Kevin Lupowitz

Additional name(s) of conveying party(ies) attached?

 Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: _____

05/08/01, 05/07/01,

Execution Dates: 05/08/01, 05/08/01

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is

A. Patent Application No.(s):

09/834,171

B. Patent No.(s):

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Brian M. Hoffman, Esq.
 Internal Address: Fenwick & West LLP
 Street Address: Two Palo Alto Square
 City: Palo Alto State: CA Zip Code: 94306
 06/27/2001 LMUELLER 00000177 09834171

6. Total number of applications and patents involved: [1]

7. Total fee (37 CFR 3.41): \$40.00

Check Enclosed
 Fee Transmittal Enclosed
 Charge the indicated fees to the below mentioned deposit account.

8. Deposit Account No.:

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40.00 00

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9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Brian M. Hoffman, Reg. No. 39,713

Name of Person Signing

Signature

June 20, 2001

Date

Total number of pages including cover sheet, attachments, documents: [4]

Mail documents to be recorded with required cover sheet information to: Box Assignment, Commissioner For Patents and Trademarks, Washington, D.C. 20231

Case Docket No.: 22172-05507

22172/05507/SF/5052190.1

ASSIGNMENT

For good and valuable consideration, the receipt of which is hereby acknowledged, the person(s) named below (referred to as "INVENTOR" whether singular or plural) has sold, assigned, and transferred and does hereby sell, assign, and transfer to LiquidNet Holdings, Inc., a Delaware corporation, having a place of business at 498 7th Avenue, New York, New York 10018, ("ASSIGNEE"), for itself and its successors, transferees, and assignees, the following:

1. The entire worldwide right, title, and interest in all inventions and improvements ("SUBJECT MATTER") that are disclosed in the provisional application filed under 35 U.S.C. §111(b) or non-provisional application filed under 35 U.S.C. §111(a) and entitled ELECTRONIC SECURITIES MARKETPLACE HAVING INTEGRATION WITH ORDER MANAGEMENT SYSTEMS ("APPLICATION"), which:

is to be filed herewith
 was filed on April 12, 2001,
now bearing U.S. application number 09/834,171; and

2. The entire worldwide right, title, and interest in and to:

(a) the APPLICATION; (b) all applications claiming priority from the APPLICATION; (c) all divisional, continuation, substitute, renewal, reissue, and other related applications thereto which have been or may be filed in the United States or elsewhere in the world; (d) all patents (including reissues and re-examinations) which may be granted on the applications set forth in (a), (b), (c) and (d) above; and (e) all right of priority in the APPLICATION, together with all rights to recover damages for infringement of provisional rights.

INVENTOR agrees that ASSIGNEE may apply for and receive patents for SUBJECT MATTER in ASSIGNEE's own name.

INVENTOR agrees to do the following, when requested, and without further consideration, in order to carry out the intent of this Assignment: (1) execute all oaths, assignments, powers of attorney, applications, and other papers necessary or desirable to fully secure to ASSIGNEE the rights, titles and interests herein conveyed; (2) communicate to ASSIGNEE all known facts relating to the SUBJECT MATTER; and (3) generally do all lawful acts that ASSIGNEE shall consider desirable for securing, maintaining, and enforcing worldwide patent protection relating to the SUBJECT MATTER and for vesting in ASSIGNEE the rights, titles, and interests herein conveyed. INVENTOR further agrees to provide any successor, assign, or legal representative of ASSIGNEE with the benefits and assistance provided to ASSIGNEE hereunder.

INVENTOR represents that INVENTOR has the rights, titles, and interests to convey as set forth herein, and covenants with ASSIGNEE that the INVENTOR has not made and will not hereafter make any assignment, grant, mortgage, license, or other agreement affecting the rights, titles, and interests herein conveyed.

INVENTOR grants the attorney of record the power to insert on this Assignment any further identification that may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

Title of Document: ASSIGNMENT

Re:

Title:

ELECTRONIC SECURITIES MARKETPLACE HAVING INTEGRATION WITH ORDER
MANAGEMENT SYSTEMS

Filed:

April 12, 2001

Application No.:

09/834,171

This Assignment may be executed in one or more counterparts, each of which shall be deemed an original and all of which may be taken together as one and the same Assignment.

Name and SignatureDate of
SignatureDate Declaration
Executed By This PersonMay 8, 2001 May 8, 2001

SETH I. MERRIN

State of New York } S.S.
County of New York }On 5/8/2001 before me, Howard Meyerson personally
[DATE] [NOTARY PUBLIC]

appeared Seth I. Merrin personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Notary Seal

HOWARD MEYERSON
Notary Public, State of New York
No. 02ME6046525
Qualified in New York County
Commission Expires Aug. 14, 2002

Notary

Name and Signature

JOHN HALLORAN

State of New York } S.S.
County of New York }On 5/7/2001 before me, Howard Meyerson personally
[DATE] [NOTARY PUBLIC]

appeared John Halloran personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Notary Seal

HOWARD MEYERSON
Notary Public, State of New York
No. 02ME6046525
Qualified in New York County
Commission Expires Aug. 14, 2002

Notary

Title of Document: ASSIGNMENT

Re:

Title:

ELECTRONIC SECURITIES MARKETPLACE HAVING INTEGRATION WITH ORDER
MANAGEMENT SYSTEMS

Filed:

April 12, 2001

Application No.:

09/834,171

Name and Signature



DEMIAN KOSOFSKY

Date of
Signature

May 8, 2001

Date Declaration
Executed By This Person

5/8, 2001

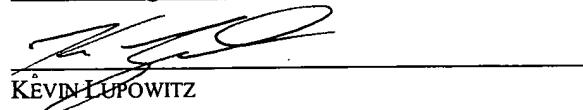
State of New York } S.S.
County of New York }On 5/8/2001 before me, Howard Meyerson personally
[DATE] [NOTARY PUBLIC]appeared Demian Kosofsky personally known to me or proved to me on the basis of satisfactory evidence
to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the
same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf
of which the person acted, executed the instrument.

Notary Seal

HOWARD MEYERSON
Notary Public, State of New York
No. 02ME6046525
Qualified in New York County
Commission Expires Aug. 14, 2002

Notary

Name and Signature



KEVIN LUPOWITZ

State of New York } S.S.
County of New York }On 5/8/2001 before me, Howard Meyerson personally
[DATE] [NOTARY PUBLIC]appeared Kevin Lupowitz personally known to me or proved to me on the basis of satisfactory evidence
to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the
same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf
of which the person acted, executed the instrument.

Notary Seal

HOWARD MEYERSON
Notary Public, State of New York
No. 02ME6046525
Qualified in New York County
Commission Expires Aug. 14, 2002

Notary